



**Illinois
Central
Gulf**

An **IC Industries** Company

RECORDATION NO. 9286-A Filed & Recorded

AUG 2 1978 10 22 AM

INTERSTATE COMMERCE COMMISSION

William H. Sanders
Corporate Counsel

Illinois Central
Gulf Railroad
Two Illinois Center
233 North Michigan Avenue
Chicago, IL 60601
(312) 565 1600

July 27, 1978

Honorable H. Gordon Homme, Jr.
Acting Secretary
Interstate Commerce Commission
Washington, D. C. 20436

Re: Illinois Central Gulf Railroad Equipment Trust
Agreement, Series 17, dated as of March 15, 1978
between Morgan Guaranty Trust Company of New York
and Illinois Central Gulf Railroad Company, recorded
March 17, 1978, Recordation No. 9286.

RECEIVED
AUG 2 10 25 AM '78
I.C.G. R.R.
FEE OPERATIONS BR.

Dear Mr. Homme:

Enclosed for recording with the Interstate Commerce Commission is a Statement of New Identifying Numbers dated as of July 21, 1978 which constitutes an amendment to the above agreement, which was recorded as shown above.

Also enclosed is a check payable to the Interstate Commerce Commission to cover the recording fee for this Statement.

The parties to this transaction are:

Trustee-Lessor: Morgan Guaranty Trust Company of New York
23 Wall Street
New York, New York 10015

Lessee or Purchaser: Illinois Central Gulf Railroad Company
233 North Michigan Avenue
Chicago, Illinois 60601

No new Equipment is added by this amendment; it involves only a numbering change.

Upon completion of the recording, please deliver to the bearer of this letter all counterparts not required for retention in your files.

8-21-11-57
AUG 2 1978

Date
Fee \$ 10

Enc.

Very truly yours,
W. H. Sanders
W. H. Sanders
Corporate Counsel

ICC Washington, D. C

Counterpart Homme of Shinnick

Interstate Commerce Commission
Washington, D.C. 20423

OFFICE OF THE SECRETARY

**W. H. Sanders
Illinois Central Gulf
Two Illinois Center
233 North Michigan Avenue
Chicago, Illinois 60601**

Dear **Mr. Sanders:**

The enclosed document(s) was recorded pursuant to the provisions of Section 20(c) of the Interstate Commerce Act, 49 U.S.C. 20(c), on **August 2, 1978** at **10:30am** , and assigned recordation number(s) **9286-A**

Sincerely yours,

H.G. Homme, Jr.,
Acting Secretary

Enclosure(s)

SE-30-T
(2/78)

92 86 - A

STATEMENT OF NEW NUMBERS

Dated as of
July 21, 1978

under

ILLINOIS CENTRAL GULF RAILROAD

EQUIPMENT TRUST AGREEMENT, SERIES 17
Dated as of March 15, 1978

between

MORGAN GUARANTY TRUST COMPANY OF NEW YORK, TRUSTEE

and

ILLINOIS CENTRAL GULF RAILROAD COMPANY

STATEMENT OF NEW NUMBERS dated as of July 21, 1978 between MORGAN GUARANTY TRUST COMPANY OF NEW YORK, a New York corporation, as Trustee (hereinafter called the Trustee) and ILLINOIS CENTRAL GULF RAILROAD COMPANY, successor in interest to ILLINOIS CENTAL RAILROAD COMPANY, a Delaware corporation (hereinafter called the Railroad.)

WHEREAS, there is in existence between the Trustee and the Railroad a certain Equipment Trust Agreement dated as of March 15, 1978 and designated as Illinois Central Gulf Railroad Equipment Trust Agreement, Series 17 (hereinafter called the Trust Agreement), pursuant to which the Railroad has agreed to cause to be transferred to the Trustee the railroad equipment (hereinafter called the Trust Equipment) described in Schedule A thereto, and the Trustee has agreed to lease the Trust Equipment to the Railroad until title to such Trust Equipment is transferred by the Trustee to the Railroad under the provisions thereof; and

WHEREAS, the Trust Agreement was recorded with the Interstate Commerce Commission in accordance with Section 20c of the Interstate Commerce Act on March 17, 1978 and was assigned Recordation Number 9286; and

WHEREAS, the Railroad now desires to renumber certain units of the Trust Equipment and to amend the Trust Agreement accordingly;

NOW THEREFORE, in consideration of the foregoing and of the mutual promises, covenants and agreements hereinafter set forth, the parties hereto hereby agree as follows:

1. Schedule A to the Trust Agreement is hereby amended by substituting therein, in the place of the identifying numbers listed in the attached Exhibit A under the column "Original Numbers", the identifying numbers listed in said attached Exhibit under the column "New Numbers".

2. The Railroad will promptly cause this Statement of New Numbers to be filed and recorded with the Interstate Commerce Commission in accordance with Section 20c of the Interstate Commerce Act.

3. Except as amended and supplemented hereby, the Trust Agreement shall remain unaltered and in full force and effect.


4. This Statement of New Numbers may be executed in any number of counterparts, each of which so executed shall be deemed to be an original, and such counterparts together

shall constitute but one and the same contract, which shall be sufficiently evidenced by any such original counterpart. Although this Statement of New Numbers is dated for convenience as of July 21, 1978, the actual date or dates of execution hereof by the parties hereto is or are, respectively, the date or dates stated in the acknowledgment hereto annexed.

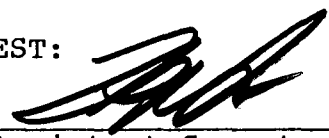
IN WITNESS WHEREOF, the parties hereto have caused this Statement of New Numbers to be duly executed as of the date first above written.

MORGAN GUARANTY TRUST COMPANY OF NEW YORK
Trustee,

By

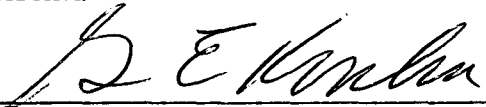

Trust Officer

ATTEST:

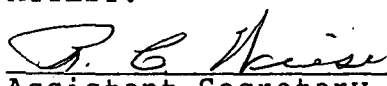

Assistant Secretary

ILLINOIS CENTRAL GULF RAILROAD
COMPANY

By


Vice President

ATTEST:


Assistant Secretary

STATE OF ILLINOIS)
)SS
COUNTY OF C O O K)

On this 27TH day of JULY, 1978
before me personally appeared G. E. KONKER to
me personally known, who being by me duly sworn, says that
he is a Vice President of ILLINOIS CENTRAL GULF RAILROAD
COMPANY, that one of the seals affixed to the foregoing
instrument is the corporate seal of said corporation, that
said instrument was signed and sealed on behalf of said
corporation by authority of its Board of Directors and he
acknowledged that the execution of the foregoing instrument
was the free act and deed of said corporation.

Robert H. Hughes
Notary Public
My Commission Expires NOV 23 1980

STATE OF NEW YORK)

COUNTY OF NEW YORK)

On this 1st day of July 1978
before me personally appeared P. J. Crooks
to me personally known, who being by me duly sworn, says
that he is a Trust Officer of MORGAN GUARANTY TRUST COMPANY
OF NEW YORK, that one of the seals affixed to the foregoing
instrument is the corporate seal of said corporation, that
said instrument was signed and sealed on behalf of said
corporation by authority of its Board of Directors and he
acknowledged that the execution of the foregoing instrument
was the free act and deed of said corporation.

Sue Scalcione
Notary Public

SUE SCALCIONE
NOTARY PUBLIC, State of New York
No. 31-4649545
Qualified in New York County
Commission Expires March 30, 1979



EXHIBIT A
TO STATEMENT OF NEW NUMBERS
Dated as of July 21, 1978
under
ILLINOIS CENTRAL GULF RAILROAD
EQUIPMENT TRUST AGREEMENT, SERIES 17
Dated as of March 15, 1978

| <u>TYPE OF EQUIPMENT</u> | <u>QUANTITY</u> | <u>ORIGINAL NUMBERS</u> | <u>NEW NUMBERS</u> |
|---|-----------------|--|--|
| New 70-ton, 50-foot Heavy Duty, Cushion Underframe Box Cars, equipped with 10-foot single doors and roller bearings | 154 | ICG 535525- 535678, both inclusive | ICG 535500- 535653, both inclusive |